

NOTICE OF CHANGE IN CORPORATE STRUCTURE

TENTH AVENUE PETROLEUM CORP.

NOTICE PURSUANT TO SECTION 4.9 OF  
NATIONAL INSTRUMENT 51-102 - CONTINUOUS DISCLOSURE OBLIGATIONS

DELIVERED VIA SEDAR December 16, 2021

TO: The Securities Commissions or Similar Regulatory Authorities in each of the Provinces of British Columbia, Alberta and Ontario

Dear Sirs:

Re: Tenth Avenue Petroleum Corp ("TAPC") - Notice of Change in Corporate Structure

Pursuant to Section 4.9 of National Instrument 51-102 Continuous Disclosure Obligations, TAPC hereby confirms the following:

Capitalized terms used herein and not otherwise defined shall have the same meaning as those given to them in the Information Circular and Proxy Statement of TAPC dated April 21, 2021 (the "Information Circular").

**1. Names of the parties to the transaction.**

TAPC, Waskahigan Oil & Gas Corp ("WOGC"), Odaat Oil Corp ("Odaat") and Bloc NRG Corp ("BlocNRG") and the shareholders of TAPC. The parties completed an "arrangement" by way of plan of arrangement (the "Plan of Arrangement") pursuant to Section 193 of the Business Corporations Act (Alberta). The Plan of Arrangement was approved by the Order of Justice D.R. Mah dated May 25, 2021 in Court of Queen's Bench of Alberta Action #2101 02284. The Articles of Arrangement of TAPC and WOGC were filed with the Registrar of Corporations for the Province of Alberta on December 6, 2021 and were filed on [www.sedar.com](http://www.sedar.com) on December 8, 2021.

**2. Description of the transaction.**

On December 3, 2021, TAPC has 10,512,658 common shares issued and outstanding. On December 3, 2021, WOGC had 10,512,658 common shares issued and outstanding. By dividend dated effective September 30, 2021, TAPC dividended the shares of WOGC to the shareholder of TAPC on a 1:1 basis to the shareholders of record on December 3, 2021. The result was that WOGC was no longer a subsidiary of TAPC and WOGC became a standalone reporting issuer in the Province of Alberta.

**3. Effective Date of the Transaction**

The Plan of Arrangement was completed on December 6, 2021 (effective September 30, 2021).

**4. Reporting issuers.**

TAPC was a reporting issuer in each of the Provinces of British Columbia, Alberta and Ontario prior to the Plan of Arrangement. TAPC will remain reporting issuer in the Provinces of British Columbia, Alberta and Ontario.

WOGC become a reporting issuer in the Province of Alberta.

**5. Date of first financial year-end of TAPC and WOGC subsequent to the Plan of Arrangement**

TAPC's financial year-end subsequent to the Plan of Arrangement is December 31, 2021.

WOGC's financial year-end subsequent to the Plan of Arrangement is December 31, 2021

**6. The periods including comparative periods if any of the interim and annual financial statement required to be filed for the reporting issuers after the transaction.**

TAPC will file interim unaudited financial statements for the 9 months ended September 30, 2021. TAPC will file audited financial statement for the year ended December 31, 2021.

WOGC will file interim unaudited financial statement for the 9 months ended September 30, 2021. WOGC will file audited financial statement for the year ended December 31, 2021.

**7. Documents Filed under NI 51-102 in Connection with the Plan of Arrangement.**

TAPC

- (a) Information Circular
- (b) Press releases May 21, 2021, May 25, 2021, July 21, 2021
- (c) Unaudited financial statement for the 9 month period ended September 30, 2021
- (d) Management Discussion and Analysis for the 9 month period ended September 30, 2021
- (e) Articles of Arrangement

WOGC

- (a) Unaudited financial statement for the 9 month period ended September 30, 2021
- (b) Management Discussion and Analysis for the 9 month period ended September 30, 2021
- (c) Articles of Arrangement

Dated December 16, 2021